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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

TRADESHIFT, INC., a Delaware corporation,) CASE NO. 3:20-cv-01294-RS
Plaintiff,)
vs.) Judge: Hon. Richard Seeborg
BUYERQUEST, INC., an Ohio corporation,) Courtroom: 3 (17th Floor)
Defendant.)
) **DECLARATION OF ANTHONY D.**
) **PHILLIPS IN SUPPORT OF**
) **BUYERQUEST, INC.'S**
) **ADMINISTRATIVE MOTION TO FILE**
) **UNDER SEAL EXHIBITS TO**
) **OPPOSITION TO TRADESHIFT, INC.'S**
) **MOTION FOR SUMMARY**
) **ADJUDICATION AND TO FILE**
) **REDACTED MOVING PAPERS**
)
) *Administrative Motion to File Under Seal;*
) *[Proposed] Order filed concurrently*
) *herewith*
)
) Complaint Filed: February 20, 2020
) **Trial: November 1, 2021**
)
)

DECLARATION OF ANTHONY D. PHILLIPS

I, Anthony D. Phillips, declare as follows:

1. I am an attorney in good standing and licensed to practice law before the Courts
of the State of California and before this Court.

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1 2. I am a partner in the San Francisco office of the law firm of Gordon Rees Scully
 2 Mansukhani, LLP, counsel for defendant BuyerQuest, Inc. (“BuyerQuest”) in the above-
 3 captioned action.

4 3. Pursuant to Civil Local Rule 79-5(e), I submit this declaration in support of
 5 BuyerQuest, Inc.’s Administrative Motion to Seal. If called upon to testify as to the contents of
 6 this declaration, I could and would do so truthfully and competently.

7 4. Exhibits A-1, G-1, I, K-1, N, Q, T, V, W, Y, Z, AA and BB to the Declaration of
 8 Anthony D. Phillips in support of BuyerQuest, Inc.’s Opposition to Tradeshift Inc.’s
 9 (“Tradeshift”) Motion for Summary Adjudication have been designated as Confidential by
 10 BuyerQuest under the operative Protective Order in this case (ECF 35).

11 5. Exhibit A-1 comprises excerpts of the April 29, 2021 deposition transcript of
 12 Sean Norton. It involves testimony related to documents designated Confidential and Highly
 13 Confidential – Attorneys Eyes Only, and includes and references technical, financial, contractual,
 14 and other sensitive business information of the parties.

15 6. Exhibit G-1 comprises excerpts of the May 11, 2021 deposition transcript of
 16 Debbie Gillman. It involves testimony related to documents designated Confidential, and
 17 includes and references technical and other sensitive business information of the parties.

18 7. Exhibit I is a document BuyerQuest produced, bates stamped BQ000005, and
 19 designated Confidential. This document is an invoice issued by BuyerQuest to Tradeshift, and
 20 includes and references pricing and other sensitive business information of the parties.

21 8. Exhibit K-1 comprises excerpts of the April 14, 2021 deposition transcript of Dan
 22 Roehrs. It involves testimony related to documents designated Confidential, and includes and
 23 references sensitive business information of Tradeshift.

24 9. Exhibit N comprises excerpts of the April 16, 2021 deposition transcript of Luke
 25 Batman. It involves testimony related to documents designated Confidential, and includes and
 26 references payment, financial and other sensitive business information of the parties.

27 10. Exhibit O comprises excerpts of the April 20, 2021 deposition transcript of Jack
 28 Mulloy. It involves testimony related to documents designated Confidential, and includes and

1 references payment, financial and other sensitive business information of the parties.

2 11. Exhibit Q comprises excerpts of the May 7, 2021 deposition transcript of Peter
3 Van Pruissen. It involves testimony related to documents designated Confidential, and includes
4 and references financial and other sensitive business information of Tradeshift.

5 12. Exhibit S comprises excerpts of the April 22, 2021 deposition transcript of Dan
6 Utyuzh. It involves testimony related to documents designated Confidential, and includes and
7 references technical and other sensitive business information of BuyerQuest.

8 13. Exhibit T comprises excerpts of the April 8, 2021 deposition transcript of Salman
9 Siddiqui. It involves testimony related to documents designated Confidential, and includes and
10 references technical and other sensitive business information of BuyerQuest.

11 14. Exhibit V is a document BuyerQuest produced, bates stamped BQ109122, and
12 designated Confidential. This document reflects Slack messages within BuyerQuest, and includes
13 and references sensitive business information of BuyerQuest.

14 15. Exhibit W comprises excerpts of the May 5, 2021 deposition transcript of Kyle
15 Muskoff. It involves testimony related to documents designated Confidential, and includes and
16 references sensitive business information of BuyerQuest.

17 16. Exhibit X comprises excerpts of the May 13, 2021 deposition transcript of
18 Christian Lanng. It involves testimony related to documents designated Confidential, and
19 includes and references financial and other sensitive business information of Tradeshift.

20 17. Exhibit Y comprises documents BuyerQuest produced, bates stamped BQ019662,
21 BQ028171, BQ004690, and BQ010871, and designated Confidential. These documents reflect
22 email correspondence between BuyerQuest and Tradeshift. BuyerQuest understands that
23 Tradeshift may consider the documents Confidential.

24 18. In conjunction with this Motion, BuyerQuest lodges unredacted copies of Exhibits
25 A, A-1, B, C, E, F, G, G-1, H, I, J, K, K-1, L, M, N, O, Q, S, T, and V-Y under seal pursuant to
26 Rule 79-5(e) to preserve their confidential treatment.

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1 I declare under penalty of perjury under the laws of the United States of America that the
2 foregoing is true and correct.

3 Executed this 19th day of August at San Francisco, California.

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ANTHONY D. PHILLIPS

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